

**MAYER BROWN LLP**  
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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re	:	Chapter 11 Case No.
	:	
LEHMAN BROTHERS HOLDINGS INC., <i>et al.</i>	:	08-13555 (JMP)
	:	
Debtors.	:	(Jointly Administered)
	:	

**FIFTH AMENDED VERIFIED STATEMENT OF MAYER BROWN LLP  
PURSUANT TO FEDERAL RULE OF BANKRUPTCY PROCEDURE 2019**

Mayer Brown LLP together with its affiliates (collectively “Mayer Brown”), as attorneys for the entities listed on Exhibit A hereto (collectively, the “Entities”), in connection with the above-captioned chapter 11 cases of Lehman Brothers Holdings Inc. and related debtors (collectively, the “Debtors”), submits this fifth amended verified statement pursuant to Rule 2019(a) of the Federal Rules of Bankruptcy Procedure (this “Verified Statement”) and respectfully states as follows:

1. Mayer Brown is counsel, as of the date hereof, to the Entities in connection with the above-captioned cases. The address for Mayer Brown for purposes of this Verified Statement is 1675 Broadway, New York, New York, 10019.
2. The mailing address for each of the Entities is listed on Exhibit A hereto.
3. Each of the Entities holds, or may hold, claims against and/or interests in the Debtors arising by virtue of contractual, statutory and/or common law rights with or against the Debtors, and/or by operation of law. Mayer Brown holds no ownership interests in any such claims or interests.

4. Each of the Entities separately requested that Mayer Brown represent it in connection with the Debtors' chapter 11 cases. The approximate date that Mayer Brown was retained by each of the Entities is set forth in Exhibit A.

5. Mayer Brown has provided, and may continue to provide, legal services to the Debtors and their affiliates. With respect to prepetition legal services performed by Mayer Brown for the benefit of the Debtors, Mayer Brown has filed an unsecured, prepetition proof of claim in the amount of \$508,755.27 in the chapter 11 case of Lehman Brothers Holdings, Inc., Case No. 08-13555 (which proof of claim has been assigned Claim Number 42533).

6. Mayer Brown reserves the right to further supplement this Verified Statement from time to time in accordance with Bankruptcy Rule 2019.

7. The information contained herein and in the attached exhibit has been compiled by those at Mayer Brown with responsibility for gathering and maintaining such information.

8. Following a reasonable inquiry under the circumstances into the accuracy and completeness of the information, the undersigned, who is a partner and authorized representative of Mayer Brown, declares under penalty of perjury that the foregoing is true and correct to the best of his knowledge.

Dated: New York, New York  
December 21, 2011

Respectfully submitted,

MAYER BROWN LLP

By: /s/ Cary J. Malkin  
Cary J. Malkin

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